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STACEY



KAPRI



PURSUAJON



BLACKBOOTY

ARMANI



MIA



ASHLEY



ARIEL



STOP STARING

And go get your checkbook and subscribe. I have a BMW, rent to pay, need another three pairs of Louboutin shoes, a faux fur coat, and a father with a bad gambling habit, so I have to pose naked in this magazine just so you can get your rocks off looking at my delicious body and boobs.

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STACEY SLEDGEHAMMERED

When they told me Sledgehammer wanted to work with me, I was a little scared. I had seen him perform and other girls told me about the width and size of his cock. Well, I'm a bit of a size queen, but even his scared me. But I'm also adventurous. Let's do it.





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Seeing is believing and now I'm a believer. It may look large in photos, but in person, it's huge!> It was as large as my forearm, but it was still a lot of fun. It stretched out my mouth and filled my pussy and I liked it. A lot. I may have to see him after hours.

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KAPRI DOES IT IN STYLE



I've been living in the guest house on this property for about three months. I have access to the gym and use of the pool. The owners of the place have an open relationship. The guy is always flirting with me. And I'm beginning to flirt back. Let's see how far it will go!





















I decided I liked the situation so I entertained the owner one night. We really got into it and he was a great fuck. So good in fact that we did it many times. So many times, in fact, that I eventually let him into my butt. I think I may hit him up for free rent. What do you think?

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REINVENTED

*They say that 40 is the new 30.
I really don't care. Do you?
Look at me. A year ago I was
selling cheese in Wisconsin with
a hairy bush and a minivan.
Now, I'm an all new person
ready to take on the world.
Say that you're ready for
me and more like me?*

40+

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BLACKBOOTY

I work for a major trade show company in a Los Angeles suburb running the fabrication department. I run it with a bit on an iron hand because it's a very stressful position and we have very demanding clients and deadlines. I have to work closely with the design department on one end and the construction group on the other end.

We have some young people working here and that makes for more mistakes than I can tolerate at times. There are also some hotties that I like to pay more attention to. When I can, I keep them in line with my dick. Yeah, I'll admit I dip into the office pool, and they're dipping back. I don't coerce anyone or use my power, I just am an aggressive horn dog that seeks out others of the opposite sex.

Allysyn is one of my little honeys. She's been working her about six months and I just got to her so our trysts are pretty hot. We keep it discreet, playing around after hours and only in my office that has no windows and is soundproof because of all the noise the fabrication shop makes. The other day we were working late, but I dismissed everyone about eight in the evening but told them to be here at six in the morning.

Allysyn was standing at my doorway and the sight of her in made my cock come to life. She was looking hot in her white tank top and designer jeans. The top contrasted nicely against her dark

brown skin and it pulled tight around her ample chest, my guess is about a 36C. She looked me in the eye across the room and closed the door behind her. "Lock it," I said. She was horny as I took her straight to my desk and pushed her down on it. I pulled her pants off and she pulled up her top. I



dropped my pants and my cock was already sniffing out her pussy. Allysyn's pussy was burning hot and the scent alone almost made me cum. She leaned back on my desk, pulled her legs up and spread her knees as I stood over her and plunged my cock into her sweet honey pie. That's one of the things I like about Allysyn, no messing around. She wants it in quickly

To the editor,

Black Booty. Indeed, it's fucking Candace Von booty. The best black booty on the planet. With boobs and face to boot. I'm just 20 but remember seeing Candace a couple years ago

when I was taken to one of her appearances for my 18th birthday. I met her and let me tell you, what a sweet girl she was. Very accommodating to me and my peeps. They bought a dance for me and man can she move. The way she moved her hips and grinded that booty on my. I popped right there in my chair, sitting on my hands. We stayed at the club for another hour and she came over and sat and talked with us some more. She said I was one of the cutest guys she had ever seen.

Since then I've watched several more of her movies, but hardly ever see her in a magazine. Sure I can search online for her but to turn on the computer, go searching, etc. With a mag, I just pull it out and open it and stare at her.

— Jorge, Miami



as much as I want to put it in her. She likes it hard and she gives back just as hard.

I pounded away in her and she let out no more than a little squeal she took my full length as I pumped it hard. She took every stroke and pushed her pussy hard back against me. After ten minutes of continuous thrusting, I pulled out and flipped her over. Her feet settled onto the floor and she laid her chest down on the desk. I kicked her legs farther apart and settled in behind her. I started prying her ass apart. My fingers went into her pussy to get lubricated and then one found it's way into her anus. I loosed that black hole up for a minute or two then positioned my cock right over it and rammed it into her ass. Allysyn screamed softly but she reached behind, grabbed my butt cheeks and pulled my deeper into her butthole. I took my time with both long and short thrusts making her grunt every time I pushed into her. With a few balls-deep thrusts I exploded a gallon of jizz into her ass. She gasped in surprise at the volume of cum in her ass and warmed her whole rectum. When I pulled out the sticky white spew dripped down her inner thighs past her sneakers onto my floor. I'll clean it later, I thought.

"Okay baby, time to go home, I'll see you bright and early tomorrow." I said. Allysyn got dressed and left without a word or even a glance back. The next morning passed rather quickly and smooth-

ly until lunch when Allysyn found her way over to my desk. I was glad he didn't have to call her and got up to go lock the door. Suddenly the phone rang and I headed back to answer it. I sat on the edge of the desk and Allysyn unbuckled my pants, pulled down

to fuck her face. Mindless of the noises we made I continued until we were interrupted.

Three soft knocks and Michaela pushed my door open holding a bunch of papers. The cocoa-colored woman entered the room



the zipper and pulled out my cock as I talked on the phone. Allysyn looked at my cock and fell to her knees wrapping her tongue around my cock, licking the sides and bottom of it. I tried not to make the wrong noises as the call was ending and her mouth was working harder. I hung up the phone and let her continue licking and sucking me and eventually she noticed that despite how hard I was she was getting nowhere. Changing tactics, she slobbered over my cock and took it deeper into her mouth then further into her throat. I put my hands behind her head, grabbed her hair and started

blocked the doorway and studied the room fixated on my cock and then at Allysyn who abruptly stood up leaving my monster hard and hanging out of my pants and wiping her mouth. "I know I'm interrupting something," said Michaela cooly. "Was there something you wanted?" I snapped back. Then to my surprise Michaela walks over to the desk, slaps the papers down on it and grabs my throbbing cock. "This," she replies.

She looked at me and drops down to her knees as she looked up at me eye to eye. Allysyn watched as I shoved my cock straight in

She got out of the chair and came around the desk and pushed me back onto it and knelt down to take it in her mouth as I tried to catch my breath. I looked down at her as she sucked my cock as never before.

to Michaela's throat and fucked it. She got into a rhythm as if she had been blowing me for hours. Pulling her up, I grabbed the back of her neck and bent her forward on her knees as I came around behind her. I leaned over to her ear and whispered "I want your

side of her pussy bringing out a low moan. Michaela's pussy made a wet slapping sound as I hit her with it and she pushed back into me seeking out my meat missile.

Realizing that the door was not locked, I motioned to Allysyn to go

ing Michaela. She continued to masturbate frantically. I stood up and noticed Allysyn eyeing my still hard cock. She got out of the chair and came around the desk and pushed me back onto it and knelt down to take it in her mouth as I tried to catch my breath. I looked down at her as she sucked my cock as never before. I didn't know if it was the sex scene that unfolded before her or it was the taste of Michaela's and my cum pungent on my cock. The trickle left in my balls was barely enough to satisfy her as she sucked another itty bitty load out of my overworked cock. After I came, Allysyn stood up, straightened herself out and headed out of my office.



pussy now." Allysyn leaned back on the desk next to me watching the action and stroking my cock as Michaela pulled her pants and panties off and got back down on her knees. She slapped her ass, exposed brown cheeks, and a dark crack of her bubble ass. I dropped to my knees behind Michaela and looked at the heavenly brown landscape in front of my straining cock. Her narrow waist ballooned out to the wide hips of a woman. Viewed from behind it was spectacular how her back strained to hold up her body. I pointed my cock at her now wet pussy and began rubbing it into the under-

lock it which she did obediently. Without a word I plunged my cock into her pussy as Michaela gasped as she felt me hit her inner wall. She pushed back feeling me deep in her and I pushed into her, then pulled it all the way back and then back in with long deep strokes. Keeping my cock thrusting into her inner hole, we built up a harder and harsher rhythm that sent this cocoa woman's cheeks colliding into each other as they jiggled with each push against them.

I look over the desk at Allysyn and I see her breasts out and she's fingering herself as I was fuck-

ing Michaela. She continued to masturbate frantically. I stood up and noticed Allysyn eyeing my still hard cock. She got out of the chair and came around the desk and pushed me back onto it and knelt down to take it in her mouth as I tried to catch my breath. I looked down at her as she sucked my cock as never before. I didn't know if it was the sex scene that unfolded before her or it was the taste of Michaela's and my cum pungent on my cock. The trickle left in my balls was barely enough to satisfy her as she sucked another itty bitty load out of my overworked cock. After I came, Allysyn stood up, straightened herself out and headed out of my office.

- Dwayne B., L.A.

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DO I LOOK THE PART?

*I'm rich, single and looking for sex.
I get invited to all the right parties,
have a boatload of cash and live
the life of a rockstar's groupie.
You got the balls to check me out?*

50+

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MIA PEACH A BODY TO DIE FOR

I work out hard every day and I think my body shows it. I like to keep fit and having a lot of sex can be quite the workout, too. I'm not the type of girl who just lies there. I want to get fucked in different positions. That make lovin' fun!

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A photograph of a man and a woman in a sexual pose on a black leather couch. The man is shirtless and muscular, kneeling behind the woman. He is touching her buttocks with both hands. The woman is lying on her side, facing the camera, wearing a white lace bra and high-heeled sandals. She has a surprised or playful expression. The background is a brick wall.

What a good fucking afternoon,
we fucked for six hours, long
after the photographer went
home. We even did things that
we would have not done on
camera. I can't tell you here
but if you use your imagi-
nation and picture my hot
body underneath you,
then you'll get it.

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Hi I'm Ariel and I'm here today with my good friend and, today, lover, Daryn. We're here to put on a little show for you and we're going to get each other off. We've brought a few friends to help us along. So sit back and pull it out, We'll get to you later and help with that. But for now, it's just the two of us.

Daryn, you're so cute. I can't wait to get at that sweet pussy of yours.

**ARIEL
AND
DARYN
DON'T
NEED
YOUR
COCK
TODAY**





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Ooooh, Ariel, your body rocks,
and your pussy smells and
tastes so good. You really
know how to handle that vibe.
It's almost better than a guy.
I want to know what you're
doing later tonight?

I'm doing you, Daryn!

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THAT WATCHIN





25 THINGS G PORN HAS TAUGHT US

1. Women never have headaches, blemishes or periods.
2. Men never have to beg.
3. When standing during a blow job, a man will always place one hand firmly on the back of the kneeling woman's head and the other proudly on his hip.
4. Women wear high heels to bed.
5. Men are always rock hard and ready to go, even with their pants on.
6. Every guy has a penis as big as Sean Michaels.
7. All women are completely shaven bald.
8. When going down on a woman, ten seconds is more than enough.
9. Everyone's asshole is clean.
10. When your girlfriend busts you getting head from her best friend, she'll only be momentarily mad before deciding to join in and fuck the both of you.
11. Women smile appreciatively when men squirt them in the face with sperm.
12. Women enjoy having sex with ugly, middle-aged men.
13. Women like to moan uncontrollably when giving a blow job, while men are mute when eating out a woman.
14. Women always orgasm at the same time as men do.
15. A blow job to the cop will always get a woman off a speeding ticket.
16. Any female with pigtails is a teen.
17. Any other female is a MILF.
18. Lesbians are always attractive, well made up with great boobs, and like to use double dongs.
19. With two men on a woman, they'll high five each other while both are fucking her and she isn't disgusted by it.
20. When two or more lesbians are fucking and another woman appears at the door, she'll always join in.
21. If you come across a guy and his girlfriend having sex in the bushes, the boyfriend won't have even the slightest problem with you jamming your cock in his girlfriend's mouth.
22. When a woman is sucking a man's cock, it's important for him to remind her to suck it.
23. Women always look pleasantly surprised when they open a man's trouser and find a cock there.
24. Nurses will suck any patient's cock.
25. Men always pull out.

DO I LOOK THE PART?

*I'm rich, single and looking for sex.
I get invited to all the right parties,
have a boatload of cash and live
the life of a rockstar's groupie.
You got the balls to check me out?*

50+

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ASHLEY WANTS TO GO FOR A RIDE

I have to say, my favorite position is riding cowgirl or reverse cowgirl style. Oh, doggy and missionary are okay but riding a hard cock is the best. I'm more in control and I can control the how far that cock is going to go into me.





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A woman with long reddish-brown hair, wearing a black cowgirl hat and a black top, is riding a man. She is looking back over her shoulder at the camera with a slight smile. Her hands are resting on the man's hips. The man's legs and part of his torso are visible. The background is dark and out of focus.

When I'm riding cowgirl,
the guy can play with my
beautiful breasts or I can
bend down for kisses.
When I'm reversing it I
get to play with his balls
and asshole. He gets a
good view of my butt
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The Program Code

the consequences of software smuggling

Antonio works at a high tech company in Silicon Valley. He is a thirty-five year old software engineer who's been married, divorced and is now expecting to get married this summer. In the same department is Kendall, twenty eight, just moved down from San Francisco with her gay partner, Chanyse. There is a competition and rivalry among all in the department, but it's especially keen with these two. Kendall's best feature, besides her finely honed programming skills, is her perfectly shaped, curvy butt. Her breasts are braless and when the weather is warm and air-conditioning is high, they salute all passers. Antonio is of medium build, dresses nice, and has a spit-shine shaved head and an understated diamond in his left earlobe. Antonio is also very proud of the size his member can grow to and it has been the source of embarrassment as well as great pleasure. Because of that, Antonio feels he can flirt with anyone he please because if they flirt back, he'll eventually point out his endowment. Even Kendall has not been spared some of his lines which are sometimes smooth, other times just outright inappropriate. No matter what, he'll flirt at anything in a skirt.

This Friday afternoon, Kendall is walking past his desk and he feels the odor of her perfume waft past his nose and it draws his attention from the monitor as she passes him. He notices her slacks hugging her firm ass. And her tight fitting blouse clinging to her boobs. As she passes, she glances back to see Antonio's staring at her rear and gives it an extra wiggle and a wry smile as she breaks his gaze from her butt. Kendall loves that she can still turn the boy's heads, even though her interest is girls. Antonio turns his head back to the monitor as she disappears down a hallway. A few minutes into it and hundreds of keystrokes later he sees a new folder on the departmental server. It is simply labeled: KS_storage. He opens it to discover their work has been copied and relabeled and,

to him it appears as if it's headed out of the company. He realizes that the only person who has access to all the programming in the folder is Kendall herself and she's been compiling the information for weeks. But what is going to do with it? Even though it's not classified, it is



highly private and has potentially great value to competitors. But it can't be, she's only worked there for three months. Or could it? Antonio realizes this and copies the folder to his computer. All he has to do now is to wait of her to return to her desk.

Ten minutes later his ears perk up as he hears her footsteps walking back to his area. He turns around and looks up at her. Before she walks past, he raises his finger and motions her to come over to his desk. Kendall smiles as she strolls over to him. He points at the code on his screen and Kendall looks down and instantly recognizes it. Kendall feels her stomach churn and her mouth go dry as she realizes what he has found. Antonio crosses his arms on his chest, drapes a huge grin on his face and leans back in his chair. Kendall understood all his gestures. She understood she was found out. She was

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going to download the folder and then erase it, but got called into that meeting an hour ago. Now she's caught between a rock and Antonio's hard place.

"Soooo, Kendall, what were you going to do with these codes?" he asks. She blushes and stumbles over her words. "I was taking them home to work on them," she said quickly. "Don't try to snow me, I know better. A lot of this is my work, and Ellie's and Miguel's," he said. "Okay Antonio, what do you want from me?" she asks. "Oh I've already thought of that," he says. She realizes he may not turn her in. "How much?" she asks. "It's not about money, honey." Antonio raises his hand and places it on her ass. "What do you want from me?" she asks again feeling his hand slide up and down her butt. "I'm gay and you're getting married in a few months!" she exclaims. "Let's just say this will be our little secret. One that I'll keep as long as you work with me. As long as you

lounge door to find Antonio already inside. She closes the door and he motions her to lock it. His eyes fixated on her figure as she walks over to him. "Okay, Antonio. Do you want a fuck or a blow job?" she asks. Kendall had expected Antonio to at least insist on a bj. "No, not yet. I want to watch you," Antonio smiles. "Watch me do what?" she asks. Then it hits her. She pauses, gulps, before unbuttoning her blouse to reveal her perky round boobs. Her firm breasts now revealed and displaying her pert nipples. She kicks off her shoes and undoes her slacks, peeling them down to her pink cotton panties. Antonio hints at her to continue and she sits back on a chair facing Antonio, leaning back and spreading her legs. Kendall drags her fingers across her waist and down between her creamy thighs, gently running them over her pussy lips before running her fingers between them. Kendall closes her eyes, thinking of Chanyse, and begins to run her finger between her pussy lips and over her clit.



Antonio feels his cock throbbing against his underwear as he watches Kendall stroking her hot pussy in front of him. Kendall opens her eyes, her finger now entering her vagina as she sees Antonio pulling out his erect cock. Kendall gasps when she sees it. In her earlier years, she had slept with a few guys but none had cocks anywhere near the size of this. He sees her eyes drawn to his long cock and he grasps his shaft, gently massaging it as he watches her fingers still massaging her pussy. She finally succumbs to the urge and reaches over to touch the hard shaft penis. She feels a tingle from her pussy and notices her fingers soaked in her own juices. He drops down between her legs and pushes her hand away from her soaked pussy lips and looks up at her from between her thighs. Antonio hears Kendall gasp

and I remain 'friends' then, rest assured, your secret is safe with me. I promise." Antonio explains. "Shall we get started?" he asks. "Here and now?" she quizzes in angst.

He tells her to go take care of it on her computer before someone else discovers it and meet him in the staff lounge at six. Kendall downloads and then deletes the file from the server. She makes a call to Chanyse saying she'll be home a little later tonight. At six she opens the

as his lips cover her smooth pussy. He hungrily delves his tongue between her folds and tastes her musky arousal. Antonio feels Kendall's thighs tighten around his head as he begins running his tongue over her clit and all around her pussy lips, pulling them open so his tongue can go deeper into her pinkness.

Kendall suddenly feels his long, warm tongue slid over her brown butt hole anus before slipping it back to her

Kendall stroking her hot pussy in front of him. Kendall opens her eyes, her finger now entering her vagina as she sees Antonio pulling out his erect cock. Kendall gasps when she sees it.

pussy. The movement makes her squeal softly with surprise. Kendall feels his tongue now teasing her ass with each stroke. She gasps as she feels her pussy flutter as he presses his tongue hard against her sphincter. She feels her pussy tingling harder with Antonio's tongue pressing against her tightest of all holes. The excitement of something so taboo being done to her causes Kendall's pussy tingling to intensify. Kendall soon realizes that an orgasm is about to unleash upon her. Does she hold it or let it go, showing Antonio that she enjoyed his licking?

Kendall's body now grinds against his face harder and suddenly her arms reach out and pull his head into her pussy as hard as she could stand. Her muscles begin to quiver against his head as orgasm after orgasm unleashes upon her. He hears her cry out as she cums hard and fast. She opens her eyes after her final orgasm and sees Antonio again standing over her, smiling broadly, his penis pointing right at her long and hard. He moves closer to her and Kendall feels the thick tip of his cock at the entrance to her ultra-moist pussy. She reaches down and

he'll go slow and lubes her butthole with her pussy juices. She begins to try to relax her muscles and slowly feels her tiny pucker begin to open. She feels her anus being stretched wider and wider. She suddenly feels Antonio press the full tip through her sphincter.

He looks down and watches his thick cock slowly inch its way inside her tight brown star as he wiggles it back and forward, rocking his shaft a little deeper each time. She feels Antonio's thick rod enter her deeper and deeper. She uses her fingers and feels her stretched ass with his shaft rocking forward and back and feels his testicles. Kendall realizes that he is almost buried inside her. She can't believe that her ass was able to take that much cock. Moments later, Kendall feels his balls pressing her fingers against her wet labia lips. Antonio slowly eases back until his thick tip almost slides out of her sphincter again before slowly and determinedly pressing back in again. She feels her pussy juices already flowing hard again as she continues to tingle. Kendall begins to massage her fingers against her pussy while she feels Antonio moving his cock back and forth in her ass. She begins to furiously circle her clitoris. Kendall's now moaning softly in time with the movement of his hips. She feels him holding her hips firmly as his cock slips and out of her ass. The tightness of her rectum has eased slightly and he takes a firmer grip of her hips as he rocks a little faster each time.



pushes the head away explaining she wouldn't allow it without a rubber since she wasn't using contraception.

Antonio stands up finally disrobes. Now the two are nude and he's admiring her perfect brown body. She shows no shyness as she drops to her knees in front of him. She opens her mouth, expecting him to push his cock to her mouth but then he spins her round, facing her away from him and pushes her upper body forward. Kendall starts to ask what he intends but stops herself as she feels him behind her. She feels his thick tip between her thighs and over her still tingling labia lips. She feels his tip grind upwards before pressing against her tiny anus. Kendall looks forward, realizing what he is going to do. Kendall says she hasn't had any man in her butt, only some small vibes and her lovers fingers. She didn't know if she could handle a cock as big as his. Antonio insists

Antonio still feels her fingering her pussy. She feels his balls slap against her pussy lips as he begins to pound his cock into her tight tiny anus. He maintains his rhythm but keeps increasing his tempo until he is furiously pounding her stretched anus. Antonio's balls begin to tighten as he feels his own climax nearing. Kendall moans as the thought of his cumming in her causes her pussy tingling to intensify again. Kendall knows that she is close to cumming too. She feels his thick cock throbbing in her tiny puckered hole, throbbing harder and harder. She tries to hold off but feels the uncontrollable quiver overcome her as she cries out. Antonio feels her slam her hips back into him as she climaxes, her anal muscles clamping and quivering tightly on his already throbbing shaft. It's too much for him and he groans loudly as his balls release. His throbbing cock suddenly unleashes wave after wave of his hot sticky cum deep inside Kendall's tiny quivering ass.

They lay in bliss for a moment and then get up and get dressed. He opens the door and walks her out to her car. "See you on Monday," they say in unison.

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A woman with long dark hair is posing in a pink string bikini. She is turned away from the camera, looking back over her shoulder with a slight smile. Her hands are placed on her hips. The background consists of a wall with abstract, organic shapes in shades of green, yellow, and orange. The lighting is bright, highlighting her skin.

All the guys want my booty. As you can see it's ample and a lot of cushion for the pushin'. Some have to persuade me to give it up, while others get it willingly. Either way, I use it to my advantage. I haven't yet let anyone invade my buttock but I do get a lot of requests. Maybe one day.

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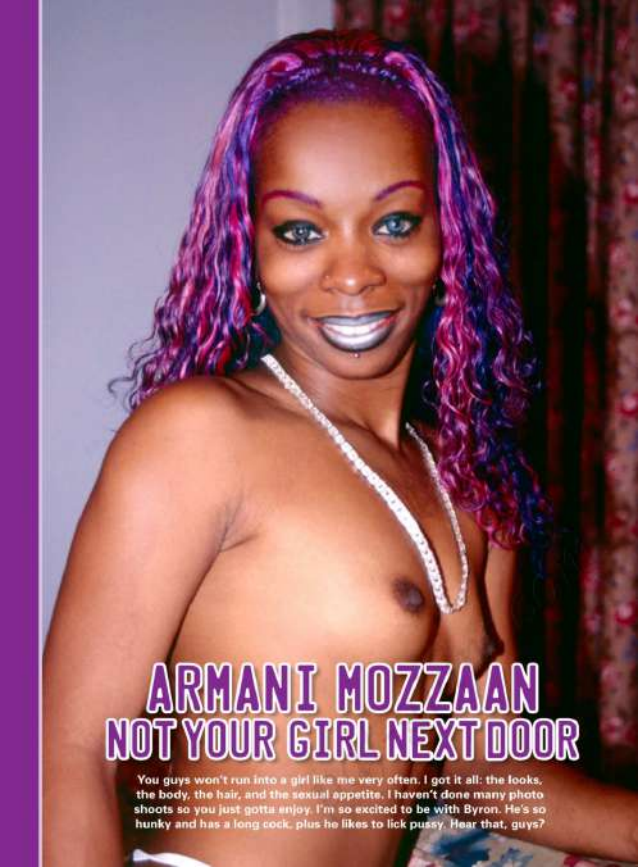
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